



LOUISVILLE & NASHVILLE RAILROAD COMPANY

908 W. BROADWAY • LOUISVILLE, KENTUCKY 40203

TELEPHONE (502) 587-5235

DAVID M. YEARWOOD
GENERAL ATTORNEY

February 7, 1977

Robert L. Oswald, Secretary
Interstate Commerce Commission
Washington, D. C. 20423

RECORDATION NO. 8651-B Filed & Recorded

FEB 7 1977 3 15 PM

INTERSTATE COMMERCE COMMISSION

Dear Mr. Secretary:

There is transmitted to you herewith for filing and recordation, pursuant to Section 20c of the Interstate Commerce Act, duly executed counterparts of an Amendment Agreement dated as of February 1, 1977 among First Security Bank of Utah, National Association, as Trustee, whose address is 79 South Main Street, Salt Lake City, Utah 84111, Louisville and Nashville Railroad Company, whose address is 908 West Broadway, Louisville, Kentucky 40201, and First Security Bank of Utah, National Association, as Agent, whose address is 79 South Main Street, Salt Lake City, Utah 84111.

By this Amendment Agreement, Schedule A of that Lease of Equipment dated as of November 1, 1976 between First Security Bank of Utah, National Association, Trustee, and Louisville and Nashville Railroad Company, is amended to include L&N I. D. Numbers for the equipment described therein. Said Lease of Equipment was filed and recorded with the Interstate Commerce Commission on January 7, 1977 and assigned Recordation No. 8651.

This letter of transmittal is signed by an officer of Louisville and Nashville Railroad Company who has knowledge of the matters set forth herein.

Attached hereto is a draft in the amount of \$10 payable to the Treasurer of the United States to cover the recordation fee for said Amendment Agreement.

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FEB 7 1977
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David M. Yearwood
C. Oswald

- 2 -

After recordation, please return the recorded counterparts of said Amendment Agreement to:

Mr. David M. Yearwood
General Attorney
Louisville and Nashville Railroad Company
908 West Broadway
Louisville, Kentucky 40203

Respectfully yours,

Louisville and Nashville Railroad Company

By

David M. Yearwood
David M. Yearwood
General Attorney

Enclosures

FEB 7 1977 - 3 12 PM

~~INTERSTATE COMMERCE COMMISSION~~

AMENDMENT AGREEMENT dated as of February 1, 1977, among FIRST SECURITY BANK OF UTAH, NATIONAL ASSOCIATION, as Trustee (hereinafter called the Lessor), LOUISVILLE AND NASHVILLE RAILROAD COMPANY (hereinafter called the Lessee) and FIRST SECURITY BANK OF UTAH, NATIONAL ASSOCIATION, as Agent (hereinafter called the Agent).

WHEREAS, the Lessor and the Lessee have entered into a Lease of Equipment dated as of November 1, 1976 (hereinafter called the Lease);

WHEREAS, the Lessor and the Agent have entered into an Assignment of Lease and Agreement dated as of November 1, 1976;

WHEREAS, the parties hereto now desire to amend the Lease.

NOW, THEREFORE, in consideration of the mutual covenants and agreements herein contained, the parties hereto hereby agree as follows:

✓ SCHEDULE A to the Lease is hereby amended so as to read in its entirety as set forth in Schedule A hereto.

Except as amended hereby, the Lease shall remain unaltered and in full force and effect.

This Amendment Agreement may be executed in any number of counterparts, each of which so executed shall be deemed to be an original, and such counterparts together

shall constitute but one and the same instrument, which shall be sufficiently evidenced by any such original counterpart.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be executed by duly authorized officers and their corporate seals to be hereunto affixed, duly attested, as of the date first above written.


FIRST SECURITY BANK OF UTAH,
NATIONAL ASSOCIATION, as Trustee

By


Authorized Officer

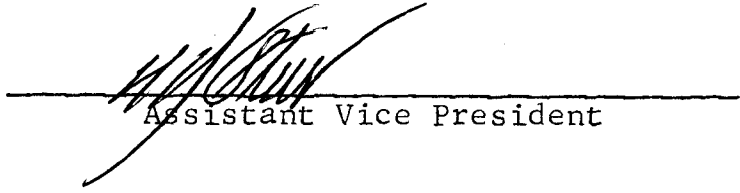
(Corporate Seal)

ATTEST:


Authorized Officer

LOUISVILLE AND NASHVILLE RAILROAD COMPANY

By


Assistant Vice President

(Corporate Seal)

ATTEST:

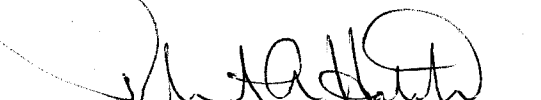

Attesting Officer

FIRST SECURITY BANK OF UTAH,
NATIONAL ASSOCIATION, as Agent

By 
Authorized Officer

(Corporate Seal)

ATTEST:


Authorized Officer

STATE OF UTAH)
) SS:
COUNTY OF SALT LAKE)

On this 4th day of February, 1977, before me personally appeared **ROBERT S. CLARK**, to me personally known, who, being by me duly sworn, says that he is an Authorized Officer of FIRST SECURITY BANK OF UTAH, NATIONAL ASSOCIATION, that one of the seals affixed to the foregoing instrument is the corporate seal of said association, that said instrument was signed and sealed on behalf of said association by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said association.


Notary Public

My Commission expires My Commission Expires Sept. 27, 1980.

(NOTARIAL SEAL)

COMMONWEALTH OF KENTUCKY)
) SS:
COUNTY OF JEFFERSON)

On this 3rd day of February, 1977, before me personally appeared N. H. Stier, to me personally known, who, being by me duly sworn, says that he is an Assistant Vice President of LOUISVILLE AND NASHVILLE RAILROAD COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Shaun W. Bowles
Notary Public

My Commission expires July 26, 1978.

(NOTARIAL SEAL)

STATE OF UTAH)
) SS:
COUNTY OF SALT LAKE)

On this 4th day of February, 1977, before me personally appeared ROBERT S. CLARK, to me personally known, who, being by me duly sworn, says that he is an Authorized Officer of FIRST SECURITY BANK OF UTAH, NATIONAL ASSOCIATION, that one of the seals affixed to the foregoing instrument is the corporate seal of said association, that said instrument was signed and sealed on behalf of said association by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said association.

Candace L. Crane
Notary Public

My Commission expires My Commission Expires Sept. 27, 1980.

(NOTARIAL SEAL)

SCHEDULE A TO LEASE

<u>Type</u>	<u>Quantity</u>	<u>L&N I.D. Numbers (Inclusive)</u>	<u>Serial Numbers* (Inclusive)</u>
Enclosed Tri-Level Auto Racks	169	1500-1668	56,547-56,884

* Each Unit bears two consecutive serial numbers.